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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

LEHMAN BROTHERS HOLDINGS, INC.,
et al.,
Debtors.

LEHMAN BROTHERS HOLDINGS, INC.,
Plaintiff,
-against-

PMAC LENDING SERVICES, INC.,
individually and as successor by merger to
PMC Bancorp, f/k/a Professional Mortgage
Corp., and as successor by merger to Reliant
Mortgage Company, LLC, and PMC
BANCORP, f/k/a Professional Mortgage
Corp., individually, and RELIANT
MORTGAGE COMPANY, LLC,
individually,

Defendants.

Chapter 11

Case No. 08-13555 (SCC)

Central Adversary
Docket No. 16-01019 (SCC)

Adv. Proc. No. 18-01842-SCC

**DEFENDANT PMAC LENDING
SERVICES, INC.'S AND PMC
BANCORP'S NOTICE OF *PRO FORMA*
MOTIONS TO DISMISS AND
TRANSFER VENUE**

PLEASE TAKE NOTICE that a hearing on the annexed *pro forma* Motion to Dismiss and Motion to Transfer Venue will be held before the Honorable Shelly C. Chapman, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom 623 (SCC), New York, NY, 10004, at a date and time to be determined by the Court.

Dated: Los Angeles, California
May 13, 2019

Respectfully submitted,

By: /s/ Amjad M. Khan

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PMAC Lending Corp. and PMC Bancorp

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re	
LEHMAN BROTHERS HOLDINGS, INC., <i>et al.</i> , Debtors.	Chapter 11 Case No. 08-13555 (SCC)
LEHMAN BROTHERS HOLDINGS, INC., Plaintiff, -against-	Central Adversary Docket No. 16-01019 (SCC) Adv. Proc. No. 18-01842-SCC
PMAC LENDING SERVICES, INC., individually and as successor by merger to PMC Bancorp, f/k/a Professional Mortgage Corp., and as successor by merger to Reliant Mortgage Company, LLC, and PMC BANCORP, f/k/a Professional Mortgage Corp., individually, and RELIANT MORTGAGE COMPANY, LLC, individually, Defendants.	DEFENDANT PMAC LENDING SERVICES, INC.'S AND PMC BANCORP'S <i>PRO FORMA</i> MOTIONS TO DISMISS AND TRANSFER VENUE

Defendants PMAC Lending Corp. (“PMAC”) and PMC Bancorp (“PMC”), pursuant to Section II.B of the Amended Case Management Order (Adv. Proc. No. 16-01019, ECF No. 825), hereby move pro forma for (1) an Order under Fed. R. Civ. P. 12(b)(1) and (3) dismissing Lehman Brothers Holdings Inc.’s (“LBHI”) Complaint (Adv. Proc. No. 18-01842, ECF No. 1, hereinafter the “RMBS Complaint”) for lack of subject matter jurisdiction and improper venue; and (2) in the alternative, an order pursuant to 28 U.S.C. § 1404 transferring venue to the U.S. District Court for the Central District of California, or in the alternative, U.S. District Court for the District of Delaware.

In relevant part, the Amended Case Management Order states that, “[w]ithout waiving any rights or objections to subject matter jurisdiction, venue, or personal jurisdiction, any Defendant that filed a Rule 12 motion to dismiss in connection with the GSE Claims (either on a collective, omnibus, or individual basis), which motion was denied, and seeks to file a motion seeking the same relief with respect to RMBS Claims in connection with a Supplemental or Additional Complaint, and wishes to preserve its rights without submitting the identical brief and exhibits, and without requiring the Bankruptcy Court to immediately rule on its motion, may file a pro forma motion without leave of Court (and without a pre-motion conference) which states the relief sought and explains that it seeks the relief on the same basis on which it sought relief in its earlier motion.” (Adv. Proc. No. 16-01019, ECF No. 825 at 4).

On December 29, 2016, LBHI filed a second amended adversary complaint against PMAC and PMC alleging a claim for contractual indemnification arising out of or related to LBHI’s bankruptcy settlements with the Federal Home Loan Mortgage Corporation (“Freddie Mac”) and the Federal National Mortgage Association (“Fannie Mae”) (hereinafter the “GSE Complaint”). (Adv. Proc. No. 16-01353, ECF No. 1). On March 31, 2017, PMAC and PMC

joined an omnibus motion to dismiss those claims pursuant to Fed. R. Civ. P. 12(b)(1) and (3), on the grounds of lack of subject matter jurisdiction and improper venue. (Adv. Proc. No. 16-01353, ECF No. 14). On August 13, 2018, the Court issued an order denying the motion on both grounds. (Adv. Proc. No. 16-01353, ECF No. 26). On September 17, 2018, PMAC and PMC joined in the appeal.

On May 8, 2019, the District Court denied leave to appeal on a consolidated docket. (See Case No. 1:18-CV-08986, ECF No. 54). PMAC and PMC now move for (1) an order dismissing the RMBS Complaint for lack of subject matter jurisdiction and improper venue, and (2) in the alternative, an order transferring venue to the U.S. District Court for the Central District of California, or in the alternative, U.S. District Court for the District of Delaware.

PMAC and PMC move for this relief on the same grounds and facts set forth in connection with the Omnibus Motion to Dismiss (Adv. Proc. No. 16-01353, ECF No. 14). PMAC and PMC understand that the Court is likely to deny these motions for the same reasons set forth in its orders denying PMAC and PMC's prior motions. However, in order to fully preserve its rights with respect to the RMBS Complaint without burdening the Court with identical briefing and exhibits, PMAC and PMC submit this pro forma motion for the same relief it sought in its prior motions, and seeks the relief on the same legal and factual basis on which it sought relief in its earlier motions.

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Dated: Los Angeles, California
May 13, 2019

Respectfully submitted,

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Attorneys for Defendants,
PMAC Lending Corp. and PMC Bancorp

CERTIFICATE OF SERVICE

I hereby certify that I caused a true and correct copy of the foregoing to be served electronically via the CM/ECF system this 13th day of May, 2019 upon all counsel of record.

/s/ Amjad M. Khan
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